



07/01/21

TO: Donna Poplar, Director of Human Resources

FROM: Fred Peivandi, Managing Director

RE: HR Director Duties and Responsibilities

As you know, on January 28, 2021, you filed an internal complaint directly with the Genesee County Road Commission Board. In this complaint, you alleged that you were subjected to discrimination, harassment, intimidation, retaliation, and disparate treatment in the course of your employment. The Board elected to rely upon the Michigan County Road Commission Self Insurance Pool (MCRCSIP), the GCRC's general liability insurer, to conduct an external investigation in response to your allegations. MCRCSIP engaged Craig Lange, an attorney with Kirk Huth Lange & Badalamenti, to perform the investigation and produce a report describing his conclusions upon its completion.

After interviewing multiple witnesses and reviewing a large amount of documentation, Mr. Lange concluded his investigation at some point in April. According to those conclusions he shared with you and me in a letter dated April 27, 2021 (Ex. A), Mr. Lange determined that your allegations of "invidious, discriminatory practices or illegal harassment or retaliation" "cannot be sustained." (Ex. A.) Ultimately, I am glad that the investigation is complete so that we may resume working together again. I hope that the end of the investigation can lead to a "fresh start" between us concerning our working relationship, and I am hopeful you share the same ambitions.

To that end, however, some of the other content of Mr. Lange's letter presents concerns, and this document is intended to address those concerns as they bear on your ongoing employment with the GCRC as our Human Resources Director. Specifically, in his April 27 letter, Mr. Lange wrote:

*I believe the stressors you feel at your employment are... the result of what one witness characterized as a "turf war" between two people [referring to you and me] who have strong personalities and who desire to be in control. In many instances, I find circumstances where you have leveraged your position and influence as Human Resources Director against the Managing Director to whom you report. While I do not hold you solely responsible for the conflict between you and the Managing Director, you do bear responsibility for it. In my opinion, the difficulties you are experiencing in your position are a result of a struggle for power at the Road Commission, not because of illegal discrimination. (Ex. A.)*

I do not wish to engage with you in a "turf war" or a "struggle for power" with respect to the GCRC (or for any other reason). In my capacity as Managing Director and your capacity as Director of Human Resources, we each occupy positions of considerable authority within the GCRC, and we each exercise important influence over this organization's strategic goals and aims. But if such contention and conflict are maintained concerning those issues with which we disagree, our organization's efficiency is placed in jeopardy, and our ability to serve the public is fundamentally harmed.

As you likely know, as Managing Director, I am expected to "serve as the chief administrative officer that manages all activities and departments of the Road Commission." (Ex. B.) I am also responsible for "carrying out all activities of the office in a manner that fulfills the Board mission, policies, and procedures." My job description explicitly states that I am responsible for "developing long term and short term goals, objectives, and strategies by utilizing comprehensive planning and procedures" within the GCRC. (Ex. B.) Towards this end, my job description demonstrates that the Managing Director reports only to the "Road Commission Board." (Ex. B.)

In contrast, according to your position's job description, the Director of Human Resources "is responsible for overall strategic HR leadership to the Road Commission, including all of its divisions" "under the direction of the Manager Director." (Ex. C.) Your role includes the responsibility for "advising management to ensure the Road Commission complies with all federal, state, and local laws related to employee benefits, compensation, employment, and training." (Ex. C.) This supervisory structure is further reinforced in your Employment Agreement, which provides that you "shall work under the direction of, and report to, the Commission's Managing Director." (Ex. D.)

Each of us needs to do considerable work to repair our professional relationship, and the success of the GCRC moving forward depends on it. In recognition of the intersection between your job duties and in the hope of fixing the performance and interpersonal conflict problems identified during Lange's investigation, I require you to follow the specific work-related directives listed below:

*DIRECTIVE 1: Raise and voice work-related or policy-related concerns with the Managing Director individually or in director-level meetings before addressing such concerns with the Board.*

As the Managing Director, I hold the ultimate responsibility to make strategic and tactical decisions concerning the administration of the GCRC. As the Human Resources Director, one of your primary roles within the GCRC is to "serve as an internal consultant to the Road Commission management team on personnel issues that affect performance and business relationships." (Ex. C.) In performing that role, I value your input with respect to policies, procedures, or initiatives I may wish to implement, especially to the extent such policies bear on human resources matters over which you have expertise. But moving forward, I direct you to raise privately with me any concerns or criticisms you may harbor about work-related matters before addressing them directly with the Board or with employees outside of the management team.

*DIRECTIVE 2: Include the Managing Director in work-related communications you send to the Board or any individual members of the Board.*

The HR Director job description provides that you work "under the direction of the Managing Director." Your employment contract specifies that you "report to" the Managing Director. Although we all indirectly serve the GCRC at the pleasure of the Board, I am the Board's only direct report. In the future, I direct you to keep me informed whenever you engage in communications with the Board or with any member of the Board about any work-related matters concerning in any way the administration or management of the GCRC. This directive will require you to "cc" me on any written or emailed

communications concerning work-related matters that you may send to the Board or any member of the Board. To the extent you engage in any substantial telephonic or verbal communications with the Board or with any member of the Board which might concern work-related matters, you must promptly summarize in writing such communications and send these written summaries to me as promptly as possible thereafter.

**DIRECTIVE 3:** Perform tasks as directed or assigned by the Managing Director.

Your employment contract specifies that you "shall work under the direction of" the Managing Director. Moving forward, I direct you to perform all work-related tasks I assign to you in a timely, professional, and competent fashion. Although you often respect my directives, and although you are always free to privately raise with me those concerns which may occur to you in light of these directives, your disagreement with the importance of those tasks I may direct you to perform does not justify a refusal to perform them.

**DIRECTIVE 4:** Defer all final decisions for hiring and firing to the Managing Director.

The Managing Director's essential job functions include "reviewing and analyzing staff recommendations" and provides that the Managing Director "works with the Human Resource Director on personnel problems and grievances." I am also ultimately responsible for "building an effective team with high standards for performance and productivity" to aid the GCRC in fulfilling its mission. Moving forward, I direct you to defer all ultimate and final decisions for hiring and firing to the Managing Director. You may give your professional opinion on whether or not a position should be created in a department, and I will consider your recommendation. But the final decision on whether to create or eliminate a position belongs to the Managing Director, who is assigned the authority to manage the organizational structure. Likewise, the ultimate authority to promote, discipline, or fire an employee belongs to the Managing Director. You are accordingly directed to abstain from hiring or firing of any GCRC employee or applicant without first receiving my approval.

**DIRECTIVE 5:** Respect and implement the Managing Director's budgetary recommendations.

As the Managing Director and Chief Administrative Officer, I am responsible for managing all of GCRC's activities and departments in order to carry out the Board's policies and directives. This includes "creating, understanding, and utilizing a budget approved by the Board of Road Commissioners" in such a manner as to "ensure accurate allocation of resources." Pursuant to these responsibilities, each of the GCRC's departmental directors is required to submit their budget requests to me for evaluation and review. After I receive these requests, I will discuss draft budgets with the departmental directors and will take their recommendations into consideration when issuing my final approval. The final budget presented to the Board of Road Commissioners will be representative of my final recommendations. Once I have made my decisions, I expect all of the departmental directors to respect and implement them, and I hereby direct you to also do so moving forward.

Ultimately, Donna, the operational success of the GCRC depends in significant part on our ability to work together effectively. Accordingly, I endeavor to respectfully consider your advice and input when making decisions that may bear on the GCRC's human resources and employee relations functions. At the same time, I require you to recognize my final and ultimate management authority as the GCRC's Managing Director and follow those directives provided in this communication. Please understand that future failures to follow the above directives constitute insubordination and may result in disciplinary action up to or including termination.

Please let me know if you have questions or concerns after reviewing this communication.